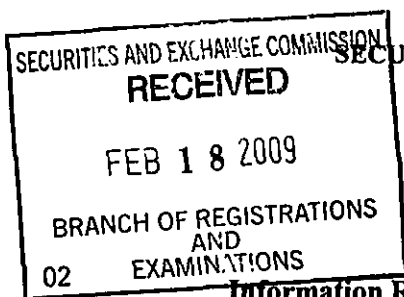


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SECURITIES AND EXCHANGE COMMISSION  
Washington, D. C. 20549

**OMB APPROVAL**

OMB Number 3235-0123  
Expires February 28, 2010  
Estimated average burden  
Hours per response 12.00

**ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART III  
FACING PAGE**

**SEC FILE NUMBER  
8 - 25549**

**Information Required of Brokers and Dealers Pursuant to Section 17 of the  
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder**

**REPORT FOR THE PERIOD BEGINNING JANUARY 1, 2008 AND ENDING DECEMBER 31, 2008**

**A. REGISTRANT IDENTIFICATION**

**NAME OF BROKER-DEALER:**

**OFFICIAL USE ONLY**

**ABNER, HERRMAN & BROCK, LLC**

**SEC Mail Processing  
FIRM ID. NO. Sec.**

**ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P. O. Box No.)**

**FEB 18 2009**

**HARBORSIDE FINANCIAL CENTER-Plaza5-Suite 1640**

**Washington, DC  
111**

**JERSEY CITY,**

**NEW JERSEY**

**07311**

(City)

(State)

(Zip Code)

**NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT**

**HOWARD J. ABNER, Managing Member**

**(201) 484 - 2000**

(Area Code - Telephone No.)

**B. ACCOUNTANT IDENTIFICATION**

**PROCESSED**

**INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\***

**MAR 12 2009**

**LERNER & SIPKIN, CPAs, LLP**

**THOMSON REUTERS**

**132 Nassau Street, Suite 1023**

**New York**

**NY**

**10038**

**X Certified Public Accountant**

**FOR OFFICIAL USE ONLY**

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See section 240.17a-5(e)(2).

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

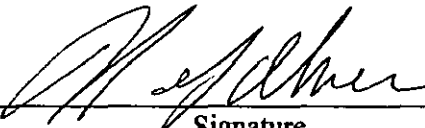
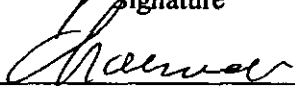
SEC 1410 (06-02)

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8/5

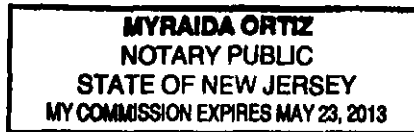
## OATH OR AFFIRMATION

I, **HOWARD J. ABNER**, swear (or affirm) that, to the best of my knowledge and belief, the accompanying financial statement and supporting schedules pertaining to the firm of **ABNER, HERRMAN & BROCK, LLC, as of DECEMBER 31, 2008**, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, member, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

NONE

X   
Signature  
  
Title

X  12/11/08  
Notary Public

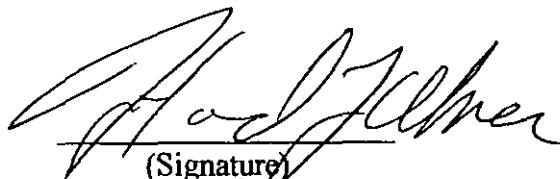
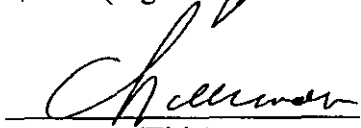


This report\*\* contains (check all applicable boxes):

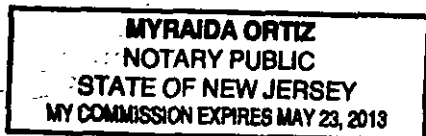
- ☒ (a) Facing page.
- ☒ (b) Statement of Financial Condition.
- ☒ (c) Statement of Operations.
- ☒ (d) Statement of Cash Flows.
- ☒ (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's Capital.
- ☒ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- ☒ (g) Computation of Net Capital.
- ☐ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- ☐ (i) Information Relating to the Possession or Control requirements under rule 15c3-3.
- ☐ (j) A Reconciliation, including appropriate explanation, of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the reserve requirements Under Exhibit A of Rule 15c3-3.
- ☐ (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☒ (l) An Oath or Affirmation.
- ☐ (m) A copy of the SIPC Supplemental Report.
- ☐ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.
- ☒ (o) Independent Auditors' Report.

I, **HOWARD J. ABNER**, swear that to the best of my knowledge and belief, the accompanying financial statements and supporting schedule(s) pertaining to the Firm of **ABNER, HERRMAN & BROCK, LLC**, as of **DECEMBER 31, 2008**, are true and correct. I further swear that neither the Company nor any partner, proprietor, principal officer, director or member has any proprietary interest in any account classified solely as that of customer, except as follows:

No Exceptions  
-----

  
(Signature)  
  
(Title)

 12/11/08  
(Notary Public)



**ABNER, HERRMAN & BROCK LLC**  
**STATEMENT OF FINANCIAL CONDITION**

DECEMBER 31, 2008

**ABNER HERMANN & BROCK LLC**  
**STATEMENT OF FINANCIAL CONDITION**  
**DECEMBER 31, 2008**

**ASSETS**

Cash and cash equivalents	\$ 768,319
Securities owned, at market value (Note 3)	100,440
Fixed assets and leasehold improvements - net of accumulated depreciation and amortization of \$356,643 (Note 2d)	101,186
Other assets	<u>15,500</u>
Total assets	<u>\$ 985,445</u>

**LIABILITIES AND CAPITAL**

**Liabilities**

Accounts payable and accrued expenses	<u>\$ 57,665</u>
Total liabilities	<u>57,665</u>

Commitments and contingencies ( Notes 4 and 6)

Capital (Note 7)	<u>927,780</u>
Total liabilities and capital	<u>\$ 985,445</u>

*The accompanying notes are an integral part of this statement.*

**ABNER, HERRMAN & BROCK LLC**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2008**

**Note 1- Nature of Business**

Abner, Herrman & Brock LLC (The "Company") clears all securities transactions through its clearing broker on a fully disclosed basis, and consequently operates under the exemptive provisions of S.E.C. Rule 15c3-3 (k) (2) (ii). Also, the Company provides investment advisory services mainly to individual investors.

**Note 2- Summary of Significant Accounting Policies:**

*a) Revenue Recognition*

Securities transactions (and the recognition of related income and expenses) are recorded on a settlement date basis, generally the third business day following the transaction date. There is no material difference between trade and settlement date.

Investment advisory fees are recognized as revenues as earned.

*b) Cash and Cash Equivalents*

For the purpose of the statement of cash flows, the Company considers demand deposited money market funds to be cash and cash equivalents.

*c) Income Taxes*

Income taxes are not payable by, or provided for, the Company. Members are taxed individually on their share of Company earnings for federal and state income tax purposes.

*d) Property and Equipment*

Property and equipment are depreciated on the straight-line method over an estimated useful life of four to seven years.

Leasehold improvements are recorded at cost and are amortized in accordance with the straight-line method over the length of the lease.

*e) Use of Estimates*

Management uses estimates and assumptions in preparing financial statements. Those estimates and assumptions affect the reported amounts of assets and liabilities, and the reported amounts of revenues and expenses.

**Note 3- Securities Owned, At Market Value**

Securities owned, at market value, consist of the following:

Corporate bonds	<u>\$100,440</u>
	<u>\$100,440</u>

**ABNER, HERRMAN & BROCK LLC**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2008**

**Note 4- Commitments and Contingencies**

The Company rents office space pursuant to a lease agreement expiring September 30, 2011.

The aggregate minimum annual rent commitment follows, exclusive of escalation charges:

<u>Year</u>	<u>Amount</u>
2009	118,235
2010	118,235
2011	106,080

The Company has established a letter of credit that expires April 13, 2009, and is automatically extendable through September 30, 2011, in the amount of \$39,570. At December 31, 2008, none of this amount has been drawn upon by the Company.

**Note 5- Profit Sharing Plan**

The Company maintains a defined contribution plan covering substantially all employees. The Company contributes annually a match contribution based upon the amount the employees contribute and, at the discretion of management, up to 15% of the eligible compensation. For the year ended December 31, 2008, the Company contributed \$23,000.

**Note 6- Financial Instruments with Off-Balance Sheet Credit Risk**

As a securities broker, the Company is engaged in buying and selling securities for a diverse group of institutional and individual investors. The Company's transactions are collateralized and are executed with and on behalf of banks, brokers and dealers and other financial institutions. The Company introduces these transactions for clearance to another broker/dealer on a fully disclosed basis.

The Company's exposure to credit risk associated with non-performance of customers in fulfilling their contractual obligations pursuant to securities transactions can be directly impacted by volatile trading markets which may impair customers' ability to satisfy their obligations to the Company and the Company's ability to liquidate the collateral at an amount equal to the original contracted amount.

The agreement between the Company and its clearing broker provides that the Company is obligated to assume any exposure related to such non-performance by its customers. The Company seeks to control the aforementioned risks by requiring customers to maintain margin collateral in compliance with various regulatory requirements and the clearing brokers internal guidelines.

The Company monitors its customer activity by reviewing information it receives from its clearing broker on a daily basis, and requiring customers to deposit additional collateral, or reduce positions when necessary.

**ABNER, HERRMAN & BROCK LLC**  
**NOTES TO FINANCIAL STATEMENTS**  
**DECEMBER 31, 2008**

**Note 7-            Net Capital Requirement**

The Company is subject to the Securities and Exchange Commission's Net Capital Rule (Rule 15c3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 1500%. At December 31, 2008, the Company had net capital of \$793,186, which was \$788,186 in excess of its required net capital of \$5,000. The Company's net capital ratio was 7.27%.

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A copy of the Company's Statement of Financial Condition as of December 31, 2008, pursuant to SEC Rule 17a-5 is available for examination at the Company's office and at the regional office of the Securities and Exchange Commission and the office of the Financial Industry Regulatory Authority.





## LERNER & SIPKIN

CERTIFIED PUBLIC ACCOUNTANTS LLP

132 Nassau Street, New York, NY 10038 Tel 212.571.0064 / Fax 212.571.0074  
E-mail: LS@lernerandsipkin.com

### INDEPENDENT AUDITORS' REPORT

To the Members of  
Abner, Herrman & Brock LLC  
Harborside Financial Center  
Plaza 5 Suite 1640  
Jersey City, NJ 07311

Gentlemen:

We have audited the accompanying statement of financial condition of Abner, Herrman & Brock LLC as of December 31, 2008. This financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on the statement of financial condition based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the statement of financial condition is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement of financial condition. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall statement of financial condition presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the statement of financial condition referred to above presents fairly, in all material respects, the financial position of Abner, Herrman & Brock LLC as of December 31, 2008, in conformity with accounting principles generally accepted in the United States of America.

*Lerner & Sipkin* CPAs LLP

Lerner & Sipkin, CPAs, LLP  
Certified Public Accountants (NY)

New York, NY  
January 27, 2009

*END*